SECURITII SECURITIES AND EXCHANGE COMMISSION NU



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REPORT FOR THE PERIOD BEGI	NNING 11/01/03		AND ENDING	10/31/04
	M	M/DD/YY		MM/DD/YY
	A. REGISTRANT	IDENTIFICA	TION	· · · · · · · · · · · · · · · · · · ·
NAME OF BROKER-DEALER: L	ARSONALLEN FINAN	NCIAL, LLCRE	ECD S.E.C.	OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE 220 SOUTH 6TH STREET	`	not use P.O. Box	No.) A 2005	FIRM I.D. NO.
ZZO SOOTH OTH STREET		and Street)	@ o o	· · · · · · · · · · · · · · · · · · ·
MINNEAPOLIS	MINN	ESOTA	ම්ଛිලි 55	402
(City)		(State)		(Zip Code)
NAME AND TELEPHONE NUMB MICHAEL D. MCCONNELL		ONTACT IN REC		612) 376-4643
				(Area Code - Telephone Number
	B. ACCOUNTANT	IDENTIFICA	TION	
INDEPENDENT PUBLIC ACCOUNTS BOYUM & BARENSCHEER	-	is contained in th	nis Report*	
	(Name - if indiv	idual, state last, first,	middle name)	
7800 METRO PARKWAY,	SUITE 200, MINN	EAPOLIS, MN	55425	4
(Address) CHECK ONE:	(City)		PRO	(Zip Code)
Certified Public Acco	untant	1	FEB	1 0 2005 FEB 1 0 2003
☐ Public Accountant			THC	MOSMOHT MOSM
☐ Accountant not reside	ent in United States or a	ny of its possessi	ons. FIN	ancial financial -
	FOR OFFIC	CIAL USE ONI	.Y	
		 		

*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

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SEC 1410 (06-02)

OATH OR AFFIRMATION

MICHAEL D. MCCONNELL	, swear (or affirm) that, to the best of
	nancial statement and supporting schedules pertaining to the firm of
LARSONALLEN FINANCIAL, LLC	
f OCTOBER 31	, 20 <u>04</u> , are true and correct. I further swear (or affirm) that
either the company nor any partner, propriet	or, principal officer or director has any proprietary interest in any account
lassified solely as that of a customer, except	as follows:
AAAAAAAAAAAAAAAAAAAA	
PAMELA SCHLEE JOHNSON &	
Notar / Public-Minnesota §	milled . an Comille
My Commission Expires 1/31/2005	Signature
AAAAAAAAAAAAAAAAAAAAAAAAA	PRINCIPA!
\mathcal{O}	Title
Jamela Schlee (Dhasan)	
Notary Public	
•	
his report ** contains (check all applicable back) (a) Facing Page.	oxes):
(a) Facing Page. (b) Statement of Financial Condition.	
(c) Statement of Income (Loss).	
(d) Statement of Changes in Financial Co	
(e) Statement of Changes in Stockholders(f) Statement of Changes in Liabilities S	s' Equity or Partners' or Sole Proprietors' Capital.
(g) Computation of Net Capital.	· · · · · · · · · · · · · · · · · · ·
	serve Requirements Pursuant to Rule 15c3-3.
	n or Control Requirements Under Rule 15c3-3. ate explanation of the Computation of Net Capital Under Rule 15c3-3 and th
	e Reserve Requirements Under Exhibit A of Rule 15c3-3.
(k) A Reconciliation between the audited	and unaudited Statements of Financial Condition with respect to methods of
consolidation. (I) An Oath or Affirmation.	
(i) An Oath of Affirmation. (m) A copy of the SIPC Supplemental Re	port.
	quacies found to exist or found to have existed since the date of the previous au

^{**}For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

FINANCIAL STATEMENTS

OCTOBER 31, 2004 AND 2003

LARSONALLEN FINANCIAL, LLC TABLE OF CONTENTS OCTOBER 31, 2004 AND 2003

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INDEPENDENT AUDITORS' REPORT

Board of Governors LarsonAllen Financial, LLC Minneapolis, Minnesota

We have audited the accompanying balance sheets of LarsonAllen Financial, LLC as of October 31, 2004 and 2003, and the related statements of net income, member's equity and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with U.S. generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of LarsonAllen Financial, LLC as of October 31, 2004 and 2003, and the results of its operations and its cash flows for the years then ended in conformity with U.S. generally accepted accounting principles.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in the schedule of net capital as of October 31, 2004, is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by rule 17a-5 of the Securities and Exchange Commission. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Bogum + Sumselve PJJP

Minneapolis, Minnesota November 29, 2004

LARSONALLEN FINANCIAL, LLC BALANCE SHEETS OCTOBER 31, 2004 AND 2003

	2004	2003
ASSETS		
CURRENT ASSETS		
Cash and Cash Equivalents	\$ 801,233	\$ 846,184
Accounts Receivable and Work-in-Process, Net	449,193	779,926
Other Current Assets	40,621	18,426
Receivable from Member	35,946	-
Total Current Assets	\$ 1,326,993	\$ 1,644,536
PROPERTY AND EQUIPMENT (AT COST)	•	
Equipment and Software	\$ 287,206	\$ 492,810
Accumulated Depreciation and Amortization	(174,932)	(279,398)
Net Property and Equipment	\$ 112,274	\$ 213,412
TOTAL ASSETS	\$ 1,439,267	\$ 1,857,948
LIABILITIES AND MEMBER'S EQUITY		
CURRENT LIABILITIES		
Accounts Payable	\$ 18,861	\$ 26,494
Accrued Payroll & Related Benefits	189,559	128,756
Payable to Member	-	89,124
Deferred revenue and other accrued expenses	259,385	34,650
Total Current Liabilities	\$ 467,805	\$ 279,024
MEMBER'S EQUITY		
Capital	\$ 25,000	\$ 525,000
Retained Earnings	946,462	1,053,924
Total Member's Equity	\$ 971,462	\$ 1,578,924
, otal Mollibol o Equity	Ψ 077,102	<u> </u>
TOTAL LIABILITIES AND MEMBER'S EQUITY	\$ 1,439,267	\$ 1,857,948

LARSONALLEN FINANCIAL, LLC STATEMENTS OF NET INCOME FOR THE YEARS ENDED OCTOBER 31, 2004 AND 2003

	2004	2003
REVENUE	\$ 4,462,838	\$ 3,274,046
EXPENSES		
Operating and Service Charge from Member	83,633	16,958
Payroll & Related Costs	2,328,687	1,825,042
Other Administrative Costs	949,887	749,961
Depreciation & Amortization	73,961	53,216
Total Expenses	3,436,168	2,645,177
INCOME - CONTINUING OPERATIONS	1,026,670	628,869
INCOME FROM DISCONTINUED OPERATIONS	165,868	377,686
NET INCOME	\$ 1,192,538	\$ 1,006,555

LARSONALLEN FINANCIAL, LLC STATEMENTS OF MEMBERS' EQUITY FOR THE YEARS ENDED OCTOBER 31, 2004 AND 2003

	 APITAL		ETAINED ARNINGS	N	IEMBER'S EQUITY
Balance at October 31, 2002	\$ 525,000	\$	947,369	\$	1,472,369
Net Income	-		1,006,555		1,006,555
Member's Distributions	 	•	(900,000)	·	(900,000)
Balance at October 31, 2003	525,000		1,053,924		1,578,924
Net Income	-		1,192,538		1,192,538
Member's Distributions	-		(1,300,000)		(1,300,000)
Return of Additional Paid-in Capital	 (500,000)				(500,000)
Balance at October 31, 2004	\$ 25,000_	\$	946,462	\$	971,462

LARSONALLEN FINANCIAL, LLC STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED OCTOBER 31, 2004 AND 2003

	•	
	2004	2003
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash Receipts from Customers	\$ 6,694,666	\$ 5,691,408
Cash Paid to Employees & Suppliers	(5,368,451)	(4,832,955)
Net Cash Provided by Operating Activities	\$ 1,326,215	\$ 858,453
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from Sale of Equipment	\$ 16,440	\$ 12,075
Purchases of Equipment	(87,606)	(67,400)
Net Cash Used by Investing Activities	\$ (71,166)	\$ (55,325)
Net Cash Osed by investing Activities	Ψ (71,100)	\$ (55,525)
CASH FLOWS FROM FINANCING ACTIVITIES		
Member's Distributions	\$ (1,300,000)	\$ (900,000)
Net Cash Used by Financing Activities	\$ (1,300,000)	\$ (900,000)
/		
NET INCREASE IN CASH AND CASH EQUIVALENTS	\$ (44,951)	\$ (96,872)
THE THOREAGE IN CASH AND CASH EQUIVALENTS	ψ (44,951)	ψ (90,072)
Cash and Cash Equivalents - Beginning of Period	846,184	943,056
CASH AND CASH EQUIVALENTS - END OF PERIOD	\$ 801,233	\$ 846,184
RECONCILIATION OF NET INCOME TO NET CASH		
PROVIDED BY OPERATING ACTIVITIES		
Net Income	\$ 1,192,538	\$ 1,006,555
Adjustments to Reconcile Net Income to Net		
Cash Provided by Operating Activities: Depreciation & Amortization	115 500	100 777
(Gain) Loss on Disposition of Assets	115,509 (2,519)	190,777 13,558
(Increase) Decrease in Receivables and Work in Process	(216,054)	(24,944)
(Increase) Decrease in Other Current Asset	(210,034)	(16,350)
(Increase) Decrease in Other Current Asset (Increase) Decrease in Receivable from Member	(14,275)	(10,330)
Increase (Decrease) in Accounts Payable	4,941	(84,428)
Increase (Decrease) in Accounts Fayable Increase (Decrease) in Accrued Payroll & Related Benefits	132,659	36,832
Increase (Decrease) in Payable to Member	(89,124)	(278,120)
Increase (Decrease) in Deferred Revenue and	(00,124)	(210,120)
Other Accrued Expenses	224,735	14,573
Net Cash Provided by Operating Activities	\$ 1,326,215	\$ 858,453
in the state of th		

LARSONALLEN FINANCIAL, LLC NOTES TO FINANCIAL STATEMENTS (CONTINUED) FOR THE YEARS ENDED OCTOBER 31, 2004 AND 2003

SUPPLEMENTAL DISCLOSURE OF NON-CASH INVESTING AND FINANCING ACTIVITIES - FISCAL YEAR ENDED OCTOBER 31, 2004

Sale of benefits administration business segment net assets	
Accounts receivable and work in process	\$ 546,787
Property and Equipment	58,480
Accounts payable and accrued expenses	(84,430)
	\$ 520,837
-	
In Exchange for the following:	
Receivable from Member	\$ 20,837
Return of Capital	500,000
=	\$ 520,837

LARSONALLEN FINANCIAL, LLC NOTES TO FINANCIAL STATEMENTS (CONTINUED) October 31, 2004 and 2003

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Description of Business

LarsonAllen Financial, LLC (the Company), a Minnesota limited liability company, was organized on February 15, 1995 for the purpose of registering with the Securities and Exchange Commission (SEC) and joining the National Association of Securities Dealers (NASD) as a broker/dealer. The Company is wholly owned by Larson, Allen, Weishair & Co., LLP. The Company is engaged in investment advisory, financial and estate planning, and other financial services primarily in the Midwest.

Effective October 27, 1995, the Company registered with the NASD as a broker/dealer.

Revenue Recognition

Revenues from consulting and asset management services are recognized in the period the service is provided. Work in process represents unbilled amounts for services performed. Deferred revenue represents amounts collected in excess of services performed to date.

Cash and Cash Equivalents

Cash and cash equivalents consist principally of money market instruments having an original maturity of three months or less and bank accounts. At times such deposits may exceed federally insured limits.

Accounts Receivable

Accounts receivable from customers relate to services provided. The Company does not customarily require collateral for providing such services. Trade accounts receivable are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts through a charge to earnings and a credit to valuation allowance based on its assessment of the current status of individual accounts. Balances still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to trade accounts receivable. Changes in the valuation allowance have not been material to the financial statements. The allowance for doubtful accounts at October 31, 2004 and 2003 was \$10,000 and \$22,000, respectively. At October 31, 2004, no single customer accounted for more than 10% of accounts receivable.

Depreciation

Property and equipment are depreciated over their estimated useful lives by use of the straight-line method.

Description of Useful Lives

The estimated useful lives of the property and equipment are as follows:

Equipment

3-10 Years

Software

3 Years

Income Taxes

A limited liability company is not a taxpaying entity for federal and state income tax purposes, thus no income tax expense has been recorded in the accompanying financial statements. Income from the company is taxed at the member level.

LARSONALLEN FINANCIAL, LLC NOTES TO FINANCIAL STATEMENTS (CONTINUED) FOR THE YEARS ENDED OCTOBER 31, 2004 AND 2003

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Advertising Costs

Advertising costs are expensed as incurred. Advertising costs for the years ended October 31, 2004 and 2003 were \$350 and \$1,948, respectively.

Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 2 PROFIT SHARING PLAN

The company participates in the Larson, Allen, Weishair & Co., LLP Profit Sharing Plan and Trust. The plan is a defined contribution profit sharing plan established to provide retirement benefits to employees and principals who have met certain participation requirements. Each year the Company may, at the discretion of the Board of Directors, contribute to the plan a basic contribution and an integrated contribution. Participants may elect to make contributions through earnings reduction up to the annual deferral limit allowed under the Internal Revenue Code. The Company contributed \$152,614 and \$71,743 for the years ended October 31, 2004 and 2003, respectively.

NOTE 3 RELATED PARTY DISCLOSURES AND DISCONTINUED OPERATIONS

The Company has an agreement with the member for the provision of services at a predetermined rate. For the years ended October 31, 2004 and 2003, charges for these services and operating expenses (net of service income) were \$289,997 and \$281,534, respectively. In addition, the Company had advanced \$35,946 to its sole member as of October 31, 2004 and advanced \$89,124 from its sole member as of October 31, 2003.

Effective October 31, 2004, the Company discontinued the operations of its benefits administration business segment which provided benefit planning and record keeping to its customers. The assets and liabilities related to this business segment were sold to its sole member. The sale of the following assets and liabilities were funded through \$500,000 return of capital and a \$20,837 receivable from member. No gain or loss was recorded as a result of the disposition of the business segment to the sole member.

Accounts Receivable and Work in Process	\$ 546,787
Property and Equipment	58,480
Accounts Payable and Accrued Expenses	 (84,430)
Total	\$ 520,837

LARSONALLEN FINANCIAL, LLC NOTES TO FINANCIAL STATEMENTS (CONTINUED) FOR THE YEARS ENDED OCTOBER 31, 2004 AND 2003

NOTE 3 RELATED PARTY DISCLOSURES AND DISCONTINUED OPERATIONS (CONTINUED)

Assets and liabilities related to this division reflected in the balance sheet at October 31, 2003, are as follows:

Accounts Receivable and Work in Process	\$ 500,528
Property and Equipment	95,113
Accounts Payable and Accrued Expenses	(79,400)
Total	\$ 516,241

Revenue from the discontinued operations for the years ended October 31, 2004 and 2003 were \$2,408,497 and \$2,422,307, respectively. The results of operations for this business segment for the years ended October 31, 2004 and 2003 are reflected as income from discontinued operations in the statements of net income.

NOTE 4 NET CAPITAL REQUIREMENT

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (Rule 15c 3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At October 31, 2004, the Company had net capital of \$333,428 as defined by Rule 15c3-1, which was \$302,225 in excess of its required net capital of \$31,203. The Company had indebtedness at October 31, 2004 in the amount of \$467,805.

Per Rule 15c3-3 of the Securities and Exchange Commission Uniform Net Capital Rule, the Company is exempt under the (k)(2)(i) exemption. Per Rule 15c3-3, the following schedule illustrates the material differences between the Company's net asset calculation per part IIA of the focus statement and the accompanying audit report.

Net Capital per part IIA 5th Focus	\$	229,906
Adjustments to Ownership Equity		
Reduction in accrued expenses	-	103,522
Ending net capital per audit report	<u>\$</u>	333,428_

LARSONALLEN FINANCIAL, LLC SCHEDULE OF NET CAPITAL October 31, 2004 and 2003

OWNERSHIP EQUITY		
Member's Capital	\$	525,000
Treasury Stock		-
Additional Paid-In Capital(Return of) Member Distributions		(500,000)
Retained Earnings		(1,300,000) 1,053,924
Net Profit/Loss		1,033,924
Total Ownership Equity	\$	971,462
NON-ALLOWABLE ASSETS		
Current Assets:		
Accounts Receivable and Work in Process, Net	\$	449,193
Prepaid Expenses		40,621
Investment in and Receivables from affiliates		35,946
Long-Term Assets: Property and Equipment (Net)		110 074
Total Non-Allowables	\$	<u>112,274</u> 638,034
Tentative Net Capital	_\$_	333,428
HAIRCUTS ON PROPRIETARY POSITIONS		
Investments at 100% Haircut Inventory Long at 15% Haircut	\$	-
Investments Long at 15% Haircut		-
Inventory Short at 15% Haircut		-
Total Haircuts	\$	-
Net Capital	\$	333,428
AGGREGATE INDEBTEDNESS		
Accounts Payable	\$	18,861
Accrued Payroll & Related Benefits	*	189,559
Deferred Revenue and Other		259,385
Total	\$	467,805
REQUIRED NET CAPITAL		
NASD Required N.C. (6.67% Aggr. Ind.)		
OR \$5000 whichever is Greater	\$	31,203
SEC Early Warning Requirement (120% Required N.C.) Required Net Capital	-\$	37,443 31,203
	<u> </u>	31,203
Not Capital		000 400
Net Capital Required Net Capital		333,428
Excess Net Capital		31,203 302,225
AGGREGATE INDEBTEDNESS/NET CAPITAL RATIO		,
Aggregate Indebtedness	\$	467,805
Net Capital	\$	333,428
Ratio	•	1.4 to 1



November 29, 2004

Board of Governors LarsonAllen Financial LLC Minneapolis, Minnesota

In planning and performing our audit of the financial statements of LarsonAllen Financial, LLC for the year ended October 31, 2004, we considered its internal control, including procedures for safeguarding securities, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control.

As required by rule 17a-5(g)(1) of the Securities and Exchange Commission, we have made a study of the practices and procedures (including tests of compliance with such practices and procedures) followed by LarsonAllen Financial, LLC that we considered relevant to the objectives stated in rule 17a-5(g), in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(11) and the reserve required by rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

- 1. Making quarterly securities examinations, counts, verifications, and comparisons,
- 2. Recordation of differences required by rule 17a-13, and
- 3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System.

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of internal control policies and procedures and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the Commission's above-mentioned objectives. The objectives of the internal control and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit preparation of financial statements in conformity with generally accepted accounting principles inherent limitations in any internal control structure or the practices and procedures referred to above, errors or irregularities may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

November 29, 2004 Board of Governors LarsonAllen Financial LLC Minneapolis, Minnesota

Our consideration of internal control would not necessarily disclose all matters in the internal control that might be material weakness under standards by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control elements does not reduce to a relatively low level the risk that errors or irregularities in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving the internal control, including procedures for safeguarding securities, that we consider to be material weaknesses as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the Commission to be adequate for its purpose in accordance with Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and our study, we believe that the Company's practices and procedures were adequate at October 31, 2004, to meet the Commission's objectives in all material respects.

This report is intended solely for the information and use of management, the Securities and Exchange Commission, and other regulatory agencies which rely on rule 17a-5(g) under the Securities Exchange Act of 1934 and is not intended to be and should not be used by anyone other than these specified parties.

Bryum + Brenschen PJJP

Minneapolis, Minnesota November 29, 2004